

FILED

MAY 24 2004

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

U. S. DISTRICT COURT
E. DISTRICT OF MO.

AMBROSIO & SIROIS VENTURE
PARTNERS LP, SERIES I, et al.,

Plaintiffs,

v.

MARION BASS SECURITIES
CORPORATION, et al.,

Defendants,

Case No. 4:02CV00725 ~~CAS~~ **HEA**

**Memorandum of the Defendant, Robert Lewis, to the Honorable Courts order, and
Response to the Plaintiff's Amended Complaint**

On this day, May 20th, 2004 the Defendant, Robert Lewis, received the
Memorandum and order of the Honorable court granting the entry of default against the
defendant to be set aside, as well the need for the defendant to file a response to the
Amended Complaint.

The following is the response of the defendant, Robert Lewis, to the Plaintiff's Amended Complaint:

Count 1 – *“Violations of ~10(B) of the Securities Exchange Act of 1934, and Rule 10(B)-5.”*

For the claims # 100 – 114, the defendant denies **all** claims and states that the Plaintiff's representations of the defendant's role and/or involvement are simply not true, and/or grossly overstated.

Count 2 – *“Liability as controlling persons pursuant to Section 20(A) of the Security Act of 1934.”*

For the claims # 115 – 117, the defendant denies **all** claims and states that the Plaintiff's representations of the defendant's role and/or involvement are simply not true, and/or grossly overstated.

Count 3 – *“Violations of ~12(1) and 12(2) of the Securities Act of 1933; 15 USCA ~771.”*

For the claims # 118 – 122, the defendant denies **all** claims and states that the Plaintiff's representations of the defendant's role and/or involvement are simply not true, and/or grossly overstated.

Count 4 – “Violation of Chapter 409, Missouri Statutes.”

For the claims # 123 – 132, the defendant denies *all* claims and states that the Plaintiff’s representations of the defendant’s role and/or involvement are simply not true, and/or grossly overstated.

Count 5 – “Violations as controlling persons pursuant to Section 409.411(B), Missouri Statutes.”

For the claims # 133 – 135, the defendant denies *all* claims and states that the Plaintiff’s representations of the defendant’s role and/or involvement are simply not true, and/or grossly overstated.

Count 6 – “Common Law Fraud”

For the claims # 136 – 145, the defendant denies *all* claims and states that the Plaintiff’s representations of the defendant’s role and/or involvement are simply not true, and/or grossly overstated.

Count 7 – “Common Law breach of Fiduciary Duty”

For the claims # 146 – 152, the defendant denies *all* claims and states that the Plaintiff’s representations of the defendant’s role and/or involvement are simply not true, and/or grossly overstated.

Count 8 – “Negligence”

For the claims # 153 – 159, the defendant denies *all* claims and states that the Plaintiff's representations of the defendant's role and/or involvement are simply not true, and/or grossly overstated.

This is the formal response of the Defendant, Robert Lewis, to the Plaintiff's amended complaints, as requested by the Honorable Court.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Robert W. Lewis II', is written over a horizontal line.

Robert W. Lewis II
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